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clockwise from
top of page:

SUB ANN

**GINGER LYNN
& ALLY KAY**

TAI ELLIS

CHEYENNE HUNTER

**CARMEN CALLAWAY
& SHASHA HEART
& MAGDALENE ST.
MICHAELS**

MAGDA

TINA CHERRI



50+



DO I LOOK THE PART?

*I'm rich, single and looking for sex.
I get invited to all the right parties,
have a boatload of cash and live
the life of a rockstar's groupie.
You got the balls to check me out?*

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Sub Ann was a successful entrepreneur in Arizona who's decided to expand her horizons by posing for pictures. "I got started by doing boudoir pictures for my husband and liked it a lot. It made him horny and we had some of our hottest sex after he saw them." she says proudly.

Sub Ann

Now she graces our pages and sizzles by the pool with a young stud.







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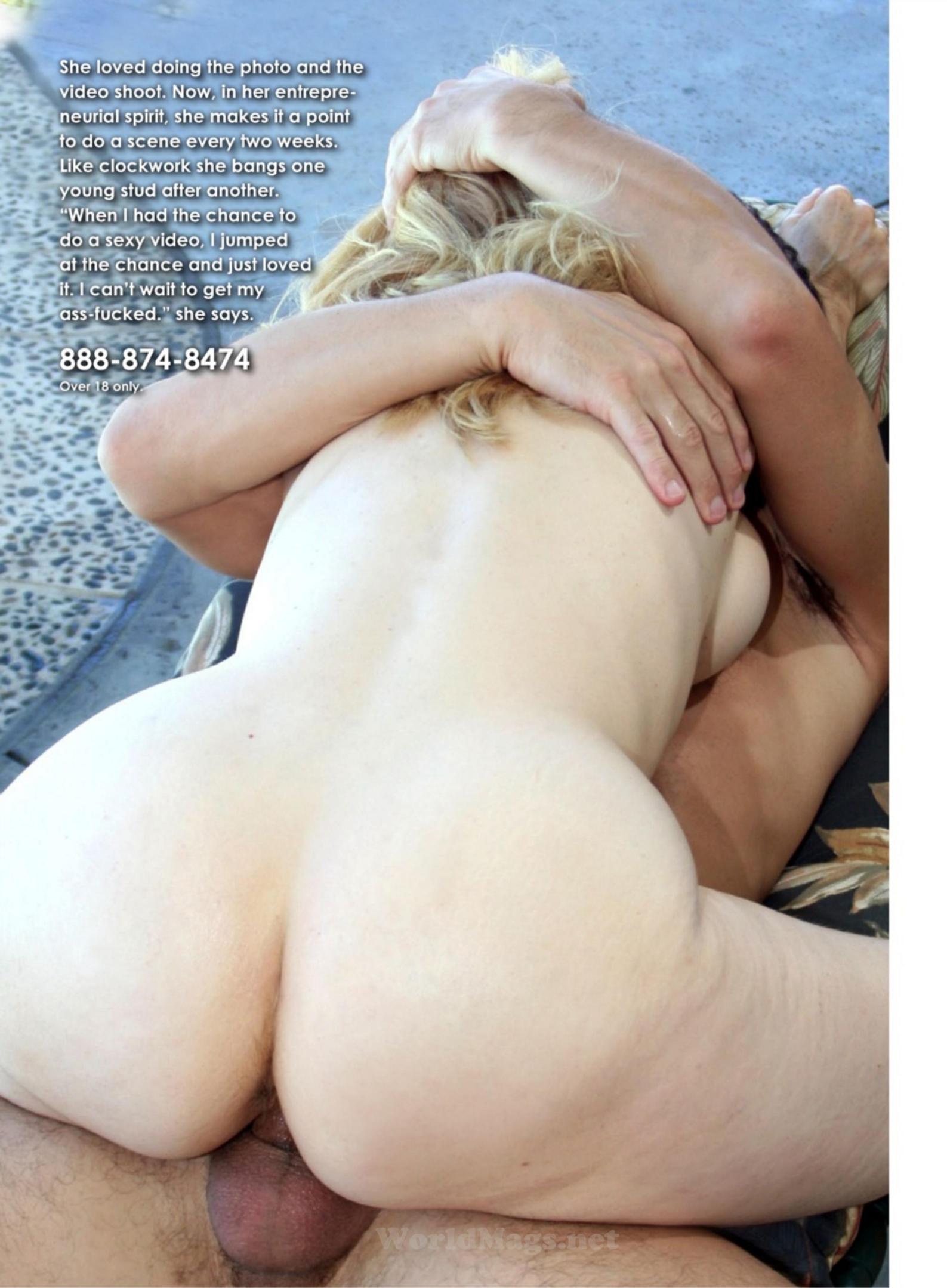
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She loved doing the photo and the video shoot. Now, in her entrepreneurial spirit, she makes it a point to do a scene every two weeks. Like clockwork she bangs one young stud after another. "When I had the chance to do a sexy video, I jumped at the chance and just loved it. I can't wait to get my ass-fucked." she says.

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STOP STARING

*And go get your checkbook!
I have six cats, a mortgage, car
payments, credit card debt,
and a mother that likes to
play bingo every Thursday,
so I have to pose naked in
this magazine just so you
can get your rocks off looking
at my perky, delicious boobs.*

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We were amazed
and awestruck
when we saw this
photo set come
across our col-
lective desks. The
editor did a double
take and yes, it's
the immortal and
immortal Ginger
Lynn, and she's
about to play
with sexy Ally. We
couldn't wait to
get through the
stills, and then the
very next day the
video arrives!

Ginger & Ally

We couldn't get
it in the computer
fast enough.
Immediately, we
had to know more
about the shoot.
We're ecstatic
to have this sand
to share with you
one of the true
superstars of adult
entertainment.





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There's hardly anyone who's ever seen adult movies that hasn't heard of Ginger Lynn, or seen any one of her many, many films. Now, in her fifties, she still looks amazing and apparently still loves to fuck.

Growing up a Midwestern girl, Ginger moved to Los Angeles and after answering an ad for a nude photo shoot, slowly got into the adult business. Movies came easily and often to her because of her astoundingly good looks and voracious sexual appetite.

During her heydays in the Eighties, Ginger fucked every male star and earned, rightly so, a myriad of awards from any company that offered them. Her face was splashed across countless VHS videos and the action inside was just as sexy. Some credit her with almost single-handedly fueling the change to that video format.

It was obvious to those watching that she enjoyed sex. She was animated and giving. Her appetite for cock and pussy was matched by few then, and even now. With big Eighties hair and a California beach babe body, she was every American boys wet dream.

Shortly after her exit from adult film, she expanded her acting chops with several B films and various appearances. In the early Nineties she hooked up with a notorious bad boy who she insists is not as bad as he's been made out to be.

As the calendar rolled over to a new century, she decided to dip her feet back into the adult pool. Making only a handful of films since Y2K, her magic mouth and pussy are again on full display.









We're now gathered around the computer watching the dvd go into its slot. After the credits, Ally walks into the living room where Ginger sits.

Ally sits on the arm of Ginger's chair as she's asked about her budding adult career. Nervous giggles follow as Ginger asks Ally about her sexual limits and turn ons.

Of course, Ginger leads the scenario with probing questions and soft caresses on the newbie. Ally seems rather shy when Ginger asks about her experiences with men, but turns rather shy when Ginger asks about her non-existent girl-girl experience.

Ever so patient and reassuring, Ginger coos and woos the youngster into touching her face and body. Ally learns quickly and shortly is on her knees in front of Ginger exploring tongue kisses.

With long lingering kisses, the two explore each other's mouth's and bodies. Soon pantless, Ally sits back in the big chair as Ginger orchestrates a cunnie lesson on her shaved pussy.

Never having felt another woman's lips on her pussy, Ally succumbs to Ginger's well-practiced techniques. Expert licking and sucking soon has the young doe moaning and giggling.

Ally returns the favor as the two writhe naked on the floor. More moaning and teaching follow and finally sexy scissoring make the two cum. Ally now has been initiated into Sapphic love by one of the sexiest queens of erotica, and you get to see it all!

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It's a fine Sunday afternoon and you're here with me, Tai. I'm going to have a gentleman caller over in a few minutes and we're going to do things that most of us do on a Sunday afternoon. Watch football.

Tai

Then we'll get down and dirty, and here's how... First, I'm going to ride his long cock and take it deep into my pussy. Then we'll do another position, and a third, and then a fourth. In the meantime you'll be getting hotter and hotter until you turn the page and see me suck his big cock and balls.

YES, I'M HOT.

I'm also sassy,
a sweetheart,
opinionated,
a bitch,
your lover,
and your
very worst
nightmare.
I'm your
ex.....
asshole.



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Not too bad, huh? I have my moments, and they're usually with a hard cock in my mouth. I'm pretty good at sucking it. With more than thirty years of experience, I should be. I even had a three-way with a younger lady who came to me after we were done and told me I was the best cocksucker she had ever seen. Then she asked me for some cocksucking tips.

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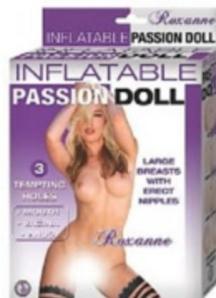
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	S&H	\$8.00	Total	



To 50+ magazine;

I'm writing to you because there aren't too many outlets for us older men to tell about our adventures. Well, our sexual adventures anyway. And I think I have a good one. My story is about something that happened last weekend. Before I get into it, I'm an adjunct professor at a northwestern university. My main responsibility is to lecture students rather than be more interactive in their studies. I speak in a rather large auditorium to a bunch of faceless, bored twenty year olds. However, every once-in-a-while a few students actually show an interest in the material and that's reinvigorating.

Two such students are Dawn and Vanessa. They would always come into the hall together, sit together and took profuse notes. I could tell they had a real interest in what I was saying. They even stayed after class several times to discuss that day's topic in further depth. Vanessa was the more flirty one and she was always smiling. Dawn was more studious and asked most of the questions. I don't know if they were roommates, best friends or even lovers. And it didn't matter to me.



Dear Editor,

How cute is Tara? Cute smile, cute body, cute boobs. I bet she was a real cutie in her younger days and it is still with her. I see a lot of girl-on-girl action with younger women in adult movies, but to see a young one with a more mature lady was a real turn on for me. The difference in the two was obvious and were their lovemaking techniques. I'm not analizing the pictures and the video but I have to admit that I was pleasantly surprised at how turned on I got when I watched these to going at it. And that shooting of the mature orgy blew my mind. Again, I'm used to seeing younger bodies going at it, so when I saw these ladies sexing themselves, I think I came before I had turned the second page. And the video was even more amazing to see them in live action.

— Michael, Tulsa

Three pm Friday is the last lecture of the week and these two come down to my podium and invite me for a drink. I blushed, and hesitantly agreed. We went to a sports bar off campus and ordered drinks and wings. I found the two girls to be fun and quite aware. We talked about the football team, other faculty, and believe it or not, sex.

They were very inquisitive, asking me about my past relationships (I'm not married anymore) and when was the last time I had sex. The booze made it a little easier to answer and I told them it had been almost a year. They asked if I masturbated and I told them I did. I asked if they were taking this information for a school project and they looked at each other and giggled. Simultaneously, they said "No."

We were starting to get a little sloppy drunk when Vanessa said that I lived too far away to drive and we could walk over to her apartment. I don't remember the walk over to her place, but we got there okay and within a half hour we all were squeezing into Vanessa's small bathroom for a hot show-

er. Dawn and I had to lead Vanessa by the hand since she was still woozy. The hot shower was wonderful with the three of us taking turns cleaning one another with sponges and our tongues. Both girls were really enjoying the hot water as it washed away make-up and the day's grime. I watched their wet, sexy bodies in complete awe. I couldn't resist pulling them in for some deep kissing. This led to all of us caressing, kissing and licking one another in a flurry of steamy, passionate cleansing action.

The girls were quite anxious to see if they could get my 50-year-old cock hard, so they told me to just watch as they started with by kissing each other under the shower. Then they began to press their wet, hot bodies together. Their breasts were soapy as they squished and slid together with more passionate kissing with wet tongues pressing erotically together as the water ran over them. I watched as Vanessa reached down and grabbed Dawn's gorgeous ass and pulled her hips hard against her own. They both moaned as their wet pussies collided and steam billowed around them.

Dawn wrapped one of her legs around Vanessa's waist as she pulled her closer into her while they french kissed and ground their pussies together. Through their

steamy lust, Dawn and Vanessa noticed that I wasn't hard. Dawn whispered something in Vanessa's ear and then they both dropped down to their knees in the cramped shower. These two were so determined to get me stiff so they started washing me below the waist with their excited hands and eager, wet mouths.

At one point, Vanessa was bobbing her head on my soft penis while Dawn was full-on licking my asshole. It felt unbelievably awesome and delightfully dirty but my cock wasn't getting up again in any hurry. Instead, I just relaxed and enjoyed the tonguing and sucking. We spent a good half hour more in the shower, but eventually, the water began to grow cold, and we were forced to retreat back to Vanessa's bed where we resumed our playing.

After a few minutes my cock was rock hard but I was so exhausted by then that I just lay back on the bed and let them take turns sucking me off. I knew it would be a very long time before I would cum so I closed my eyes and enjoyed the hot mouths sliding up and down on my shaft and sucking my balls.

Then I heard a soft whisper in me ear, "I want your cock inside me." I opened my eyes and Vanessa's face was next to mine with her

big eyes waiting for my response. I looked down at my cock and Dawn was looking up at me with it in her mouth keeping it hard

closer to Vanessa's quivering, bald slit. Using her tongue, she swirl it around the tight opening and then slid it over Vanessa's shiny



for her girlfriend. My cock throbbed and grew another inch in her mouth in anticipation. She gave the tip a big kiss and sat up. Dawn was watching intently waiting to see what I was going to do, so I grabbed Vanessa by her hips and pulled her to the edge of the bed. My cock upright under her wet hole. I grabbed hold of my pulsing rod and used the tip to tease her pussy, rubbing it along her glistening, dripping outer lips.

Dawn scooted down to get a closer look at the action and put her face closer to Vanessa's sweet slit. Dawn moved

pussy and started flicking her tongue over its little button. Both girls seemed to be enjoying themselves as they both panted hard with extreme arousal. My tip made contact with Vanessa's opening and slowly pressed my massive, throbbing cock against her incredibly tight opening. I felt her tight inner-vaginal lips part and fold around my massive member.

She rode me like a cowgirl at the finals of the Nationals Rodeo and had to grab hold of Dawn to balance herself. I pull Vanessa's body down on top of mine and



Dawn gets behind us. I feel her hand playing with my balls and grabbing hold of my cock and tightening her fist around it. Soon they're replaced by her mouth and has us both cumming within minutes. Vanessa climbs off me and lays back. Dawn immediately attacks her pussy licking my cum as it oozes out of Vanessa. Then we hit the shower again.

– Barry, Portland

To The Editor at 50+

I had a small accident in my shop when I slipped on the wet floor last month so I'm now in the hospital for week or so trying to recover. I'm stuck in bed watching television all day (and writing this letter) with nothing else to do – so one late night I started stroking my cock because I was bored and that led me to horny. As I'm doing this. I hear a night nurse walk in so of course I stop and try to hide my erection.

I close my eyes to pretend that I'm asleep. She does her bed check and as she

is about to leave and turn the light off, she notices a large tent in my sheets. So she walks back to my bed and touches the top of the tent and it won't go down. I hear a little giggle and she walks back to the door and closes it and turns off the light. I thought she had left but then I feel her slide her hand under the sheet straight to my hard cock. She wraps her hand around the shaft and starts to stroke it.

Stopping momentarily, she pulls a chair next to the bed and sits down. Her hand slides back up to my cock and she picks up right where she left off. "I've been on my feet all night, you don't mind if I sit down, do you?" she whispers without expecting an answer. Her hand is pumping my cock up and down with an occasional pinch to the skin or nip at the head.

Then she starts playing with my balls, twirling and pulling them in her fingers. Using her nails to excite me even more, but

I haven't yet opened my eyes and I dare not make a sound. She finally removes the sheet. "Oh my... It's so big!" she says as she looks up to see if I'm awake. She smiles to herself. Licks her lips and starts to lick the tip of my cock. She slides her tongue up and down my shaft. The nurse looks up and I'm grinning big. She has a wicked smile and says "Now let's really have some fun." She gives me a look and in one move takes all of it down her throat. As she deep throats my cock, she feels my hand on the back of her head as I grab her hair and start forcing my cock as far down her throat as hard as I can.

I reach my hand up her uniform and find her pussy soaking wet through her cotton panties. Then, I start fingering her. Two fingers, then three. As she begins to moan, I cum in her throat and don't let her head up until I'm done cumming. She comes up with a smile. "Mmmmm, yummy." she says with a wicked smile. "Now it's my turn!" she says as she climbs on the bed and lowers her pussy on my face. "Lick me, mister." she says.

I begin licking her clit and her pussy. She's moaning for more. I lick and lightly bite her clit. She screams as she squirts lady cum all over my face. She gets up,

throws me a towel and says "I have to do my rounds now, but I'll be back later." She straightens her uniform and walks out.

I'm laying there wishing the time would go faster. I watch some more TV and a couple hours later she returns. "Hey mister, you still hard?" she asks as she reaches out for my stiff cock. I reach under her dress and find no panties but she is still wet. She climbs up on the bed and lowers her wet pussy down on my cock. She starts bouncing up and down hard and fast. Her boobs bounce right out of her uniform. I grab her tits and start sucking them. She starts screaming that she's cumming, and at the same time I yell out that I am, too.

I'm still inside her as we cum together and she falls down on my chest. She looks me in the eye and says "Honey, hope you get better soon. I have a surprise for you when you get home. I smile and roll over and go to sleep.

– Rick G. in Room 203

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REINVENTED

*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

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I think I'm a picture of sexiness that no one can deny. However, hidden beneath that exterior of all-American goodness, I'm a highly flammable sex machine. I think I'm about as hot as they come and with a "do anything to me that you want" attitude, I'm one sizzling nice fuck.

Cheyenne

Sex seems to cum naturally to me. Always the accommodating partner, I'll do anything asked of me.









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Throughout the shoot, I kept shouting for Steven to do me harder. So much, so often, that even the crew got too excited and a couple of the younger PAs had to leave the set. When they returned, I could tell they were in a much better mood. After a long fuck session, with a huge cock shoved deep into my ass, I still had a great attitude. Cum, check my hot scene out online. The video is free and be sure to bring a box of tissue.

888-356-7588

Over 18 only.



Magdalene Sasha Carmen

I try to keep my fifty-year-old in good shape. I walk around the block twenty times a day and go bicycling whenever the weather is good. I also joined the club a couple months ago and hired a couple personal trainers.

Today, they've come into my bedroom where we're all going to get some hot excercising done. Thankfully I work out or I wouldn't be able to keep up with these two little minxes.

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By the time you have turned the pages of this magazine to get through our pictorial, you should know that we've been at this for almost four hours. Only a flavored water break for Sasha. There was so much estrogen flowing on that bed that we all showered together afterwards just to get it off us.

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often the best fuck is the one you've been getting all along

don't let the party end so soon dining, dancing, fucking

WHEN EVERYONE ELSE IS TUCKED SNUG IN THEIR BEDS, IT'S TIME FOR US NIGHT OWLS TO PLAY

It's 2 am on a Saturday morning and we're finally getting to Cookie's house. We'd been drinking and dancing all night at the Silver Fox Lounge and were all pretty drunk. Cookie was the least wasted and was driving with some caution. She pulled into the driveway of her modest house when suddenly a light came on from a sensor over the garage. Stopping the car in the driveway, Fred got out of the front passenger seat and opened the door for Kameron who was sitting behind him. Cookie got out the driver's door and opened Ariana's for her. Ariana was leaning on the door when Cookie opened it and fell out onto the driveway asphalt but didn't seem to hurt herself. Cookie bent over to help her up and grunted as she pushed Ariana upright against the car.

Cookie is a sexy woman who always seems to be in control. Firm from her daily workouts, she exudes confidence and strength. She also has great breasts and a thin waist that sits on top of a tight firm ass. She has green eyes and her lips seem to be always moving thanks to her constant jabbering.

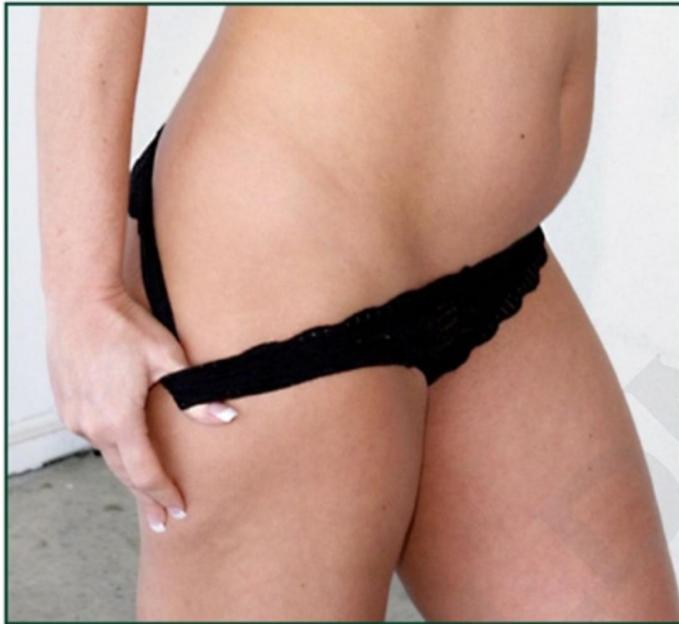
Ariana, on the other hand, is the shy one of the group

until she gets some booze into her. She just doesn't know when to stop and always seems to have needed some sort of help from us before this evening ended. Fortunately, she rarely pukes. Fred has dealt with these kind of women before. He went around to help with Ariana. Cookie looked at him from the opposite side of Ariana and smiled, he really is a gentleman. She always thought that Fred was cute but was afraid that he was like the other guys, get the girl drunk, rub

up against her, fuck for thirty seconds and fall asleep. She hoped she was wrong.

Kameron was Fred's current girlfriend. She got the keys from Cookie and went and opened the door. Fred and Cookie held Ariana up as they climbed the front steps. When they got inside, they leaned Ariana against the wall and Kameron rushed off to the kitchen to get a wet cloth to put on Ariana's forehead. Ari-

ana was pulled over to the sofa and laid down. Cookie unbuttoned a couple buttons on her blouse so her clothes would not be too binding. Kameron came in with a damp towel and put it on Ariana's forehead. Water dripped down her temples and into her ears. That made Ariana bolt up and try to dry them, missing



Kameron pulled him closer and kissed him full on the mouth and pushed her hot tongue into his mouth and flicked it back and forth....

her ears each time she brushed her hands by. Lending her his arm, Ariana pulled herself up and held on. They followed Cookie up the stairs to the room that Ariana would be recovering in.



Cookie indicated to the first doorway on their left and opened the door for them. Ariana was led to the bed and plopped down on it. Cookie started to undress her and then realized Fred was standing there watching. "Well?!" she said. "Get over here and help me." Fred pulled off her boots as Cookie worked her upper body. "Sit her up for me." she asked. Fred grabbed under her armpits and Cookie stripped off her blouse and then her bra. She took a moment to rub the bra lines on Ariana's boobs and gave them a quick squeeze as she smirked at Fred. Cookie set her back down as Fred went down to her feet and grabbed the hems of her pants getting them off in one long hard pull. "I'll finish." said Cookie as she pushed Fred away and grabbed Ariana's panties and pulled them off. Fred found a light blanket on a chair, unfolded it and threw it over her. "Let her sleep." pronounced Cookie as they left the bedroom. Pointing to the door next to the bedroom, Cookie says, "You and Kameron can have that bedroom."

She led the way back down the stairs and into the kitchen. Kameron had poured everyone a double shot. Cookie and Fred grabbed their shots and all

three together downed them. They grabbed their sodas for chasers and took a drink. "That's plenty for all of us." said Kameron. "We don't want to get shit-faced like Ariana. Who'll be left to carry us up the stairs?" They all laughed. Kameron grabbed one of each's hand and pulled them out of the kitchen and into the living room. Cookie turned on the TV and began flipping through channels. She picked a show but when it went to commercial she would move to a movie and after a couple of minutes get bored and go back to channel surfing. After some time of this, Cookie handed the remote to Kameron who had been flirting with Fred.

He said "We've seen everything on the tube." But just then Kameron landed on a porn movie, Fred stopped with his mouth half open. Kameron looked at him and laughed at his expression. Cookie blurted out that she was starting to lose it and better get up the stairs before she couldn't. Kameron turned to Fred when Cookie's footsteps receded up the stairs. Wasting no time, she leaned in and kissed him and he returned the affection along her jaw and when he reached her mouth he kissed her upper lip and then sucked on it gently. After the last kiss, he brushed his tongue along her lips. Kameron pulled him closer and kissed him full on the mouth and pushed her hot tongue into his mouth and flicked it back and forth on the tip of his. When she pulled her tongue back, Fred took in her lower lip and nibbled it, then ran his tongue over the inside of it. Kameron pushed him away, stood up off the sofa and undressed, releasing her full, firm succulent breasts and her hairless, glistening pussy.

Fred stood and grabbed her by the shoulders, lowering her down on the sofa. He kneeled down and pulled one of her legs over his shoulder and dove right in to her slick pussy. He licked up and down her slit and whenever he reached her soaking wet hole he pushed his tongue in. Fred came up to her clit and started to lick it as he slowly slipped his middle and ring finger into her pussy. Fred then sucked on her clit and curled his fingers up and started to slide them in and out. Fred soon felt a rush of Kameron's juices, he lapped it up as it came out. Kameron whispered "Let's go upstairs and do it right." He held out his hand to pull her up and grabbed her clothes off the floor.

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He walks over to her and she slides her hand under his balls, pulling his hips and very stiff cock over to her waiting mouth.

Kameron headed towards the stairs as he looked at her butt in the subdued light. She turned around when she noticed that he wasn't following her, he smiled and walked forward to her. She bounced on her toes which in turn made her lovely breasts bounce. She grabbed Fred's hand and they went up the stairs into their room. They didn't bother turning on the light as there was already a lamp turned on in the corner of the room. Kameron pulled back the covers and threw them off the bed. Fred stood at the end and took off his remaining clothes. She messed with the pillows for a moment and then leaned back on them; and curled her finger a couple times motioning him over to her. He walks over to her and she slides her hand under his balls, pulling his hips and very stiff cock over to her waiting mouth. She licked up and down his long shaft. Fred threw his head back enjoying the feeling of her tongue running up and down his length. She'd swirl her tongue around the head and gently nip his shaft with her teeth as she ran them on his shaft. Standing there he reached down and pulled on her pussy lips. Almost automatically, as if he pushed an open button, her legs spread and he slipped his hand between them. She sucked, he fingered. They moaned.

Kameron told him she wants his cock inside her. He positions himself on the bed between her legs and slowly pushes in a couple inches and then pulls out. He did this until he was fully in, then began to slowly pump in and out again. He felt her pussy tighten around his cock with her muscle movements. Kameron closed her eyes and threw her head back moaning softly. Fred leaned down and licked circles around her nipples. With her orgasm finally subsiding, she grabbed his ass and slowly scooted back on the bed while keeping his cock inside her pussy. When they were in a comfortable position, Fred started thrusting harder and harder. He grabbed her breasts and massaged them, tweaking her nipples at the same time. Kameron began to push her hips up to meet Fred's downward thrusting ones. Again he felt her pussy tighten around his cock but he was nowhere near cumming

himself, so he kept pumping into her. He felt her juices running down his leg and soaking the sheets.

Now he felt her slightly relaxed muscles tighten again. Fred looked down at her face and saw her eyes tightly closed and her mouth slightly open. With sweat glistening on her body, her boobs bounced every time he thrust himself into her. He started to pump into her faster as she dug her nails into his butt cheeks and that pushed him over the edge. His cum seemed to burst out with the force of a fireman's hose. When Fred finished, she got down next to his cock. She licked up his cum off the head and down the shaft. Putting her fingers in her cum-soaked pussy then up to her lips, she added that to her oral treat.



A moment later he heard a soft moaning sound that sounded like a climax moan coming from another corner of the room. As his eyes focused in the low room light, he saw a body with a soft glisten of sweat. She stood up and walked over to the bed. She was naked, and she was Ariana. Kameron patted the empty space on the other side of Fred and Ariana climbed in. Still wobbly and obviously horny, Ariana cuddles into Fred's chest and begins to rub his cock. Fred looks at Kameron as she pulls Ariana's head over and they kiss over his chest. "I don't think I'm going to get any sleep." thought Fred as the two ladies' lips met right under his nose.



I have to tell you that I haven't had sex in front of cameras very often. Only one other time and that was with my husband at the time. And we were the only ones there in the hotel room. Now I have this big cock in front of me and I can't wait to get started.

Magda

Fortunately, I knew Joachim from the bank where he worked during the day. It didn't take much talking or convincing to get him into bed.





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A woman with blonde hair, wearing a black lace lingerie set, is shown in a sexual pose. She is leaning back, with her mouth wide open as if she is taking a deep breath or shouting. A man's hand is visible on the left, holding her black lace panties. Her legs are spread wide, revealing her hairy vaginal area. The background is a room with a brown wall and a framed picture on the right.

Before we fucked, he told me he was big and thick. I didn't want to be unprepared so last weekend he came over to my house after work, all dressed in his business suit, and I gave him a nice slow, long blow job, and made him dinner, too. Today, I'm ready for that over-stuffed sausage to fuck my pussy, too.

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I look in a dress and even more, I like how I look out of a dress.

All my girlfriends had to come over and feel them up. They were amazed at how utterly natural they felt.

Tina

I made the guys wait a few months longer for them to settle. One of my lovers was so into them, he spent nearly an hour of our love-making just adoring, caressing and nibbling at them. It was so cute.









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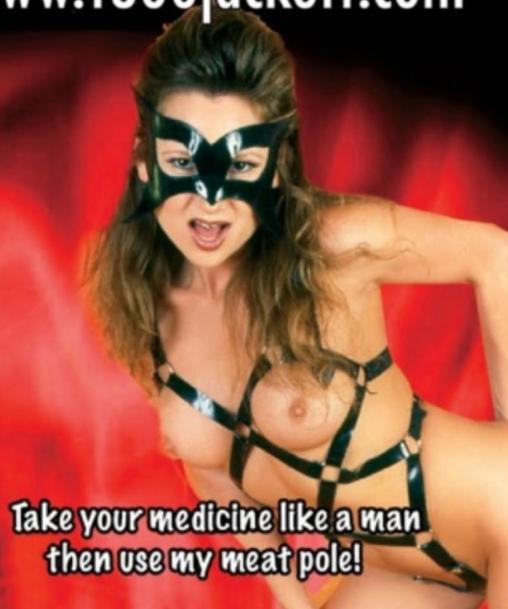
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